

IN THE UNITED STATES PATENT & TRADEMARK OFFICE

COMBINED STATEMENT UNDER 37 C.F.R. § 3.73(B)-ESTABLISHING RIGHT OF
ASSIGNEE TO TAKE ACTION
AND
POWER OF ATTORNEY BY ASSIGNEE OF ENTIRE INTEREST AND REVOCATION OF
PRIOR POWERS

Commissioner for Patents
Washington, D.C. 20231

Sir:

Statement Under 37 CFR §3.73(b):

Roxio, Inc., a corporation organized under the laws of Delaware states that it is the assignee of entire right, title, and interest; in the patents and patent applications listed on the attached APPENDIX A, by virtue of a chain of title as listed on the attached APPENDIX B.

Power of Attorney by Assignee of Entire Interest and Revocation of Prior Powers:

Pursuant to 37 C.F.R. §1.36, Roxio, Inc., the record owner (per Statement Under 37 CFR §3.73(b) above) of the patents and patent applications listed on the attached APPENDIX A, revokes all previous powers of attorney in the patents and patent applications listed on the attached APPENDIX A and hereby appoints the following attorneys and/or agents assigned to the below Customer Number to prosecute the patents and patent applications listed on the attached APPENDIX A and transact all business in the U.S. Patent and Trademark Office connected therewith:

Customer Number 25,920

Please send all correspondence to:

MARTINE & PENILLA, LLP
710 Lakeway Dr., Suite 170
Sunnyvale, CA 94085
Tel: (408) 749-6900
Fax: (408) 749-6901
Customer Number 25,920

The undersigned (whose title is supplied below) is empowered to sign this certificate on behalf of the above-identified assignee.

The undersigned hereby declares that all statements made herein of the undersigned's own knowledge are true, and that all statements made on information and belief are believed to be true; and further, that these statements are made with the knowledge that willful false statements, and the like so made, are punishable by fine or imprisonment, or both, under Section 1001, Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the patents and patent applications listed on the attached APPENDIX A or any patents issuing thereon.

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class Mail in an envelope addressed to: Commissioner for Patents, Washington, DC 20231

Date:

APRIL 4, 2003

Signed:

Neely J. Welby
Neely J. Welby

(Signature of authorized person) (date)

William E. Growney, Jr.

(type or print name of authorized person)

Secretary

Title of authorized person

Identification of Patents and/or Applications

SerialNumber/ Patent No.	FilingDate/ Issued date	CaseNumber	Status	ReelAndFrame	Title
6,386,907	4/2/2002	ROXIP275	Issued	010891/0046	REAL-TIME SEARCH ENGINE
10/025,443	12/18/2001	ROXIP275C	Pending	010891/0048	REAL-TIME SEARCH ENGINE
09/560,106	4/28/2000	ROXIP276	Pending	011051/0761	USE-SENSITIVE DISTRIBUTION OF DATA BETWEEN USERS
09/698,195	10/30/2000	ROXIP277	Pending	011273/0914	SYSTEMS AND METHODS FOR VISUALIZATION OF DATA SETS
09/573,686	5/19/2000	ROXIP278	Pending	010833/0387	CONTAINING INTERRELATED OBJECTS
09/574,108	5/19/2000	ROXIP279	Pending		SYSTEM AND METHOD FOR SELECTING INTERNET MEDIA CHANNELS
09/635,777	8/11/2000	ROXIP280	Pending	011404/0766	SYSTEM AND METHOD FOR DETERMINING AFFINITY USING OBJECTIVE AND SUBJECTIVE DATA
10/115,714	4/3/2002	ROXIP281	Pending	013015/0445	SYSTEM AND METHOD FOR SEARCHING PEER-TO-PEER COMPUTER NETWORKS
10/232,194	8/28/2002	ROXIP282	Pending	013255/0926	METHOD AND APPARATUS FOR CONTROLLING FILE SHARING OF MULTIMEDIA FILES OVER A FLUID, DE-CENTRALIZED NETWORK
					METHOD OF AND APPARATUS FOR ENCRYPTING AND TRANSFERRING FILES

APPENDIX A

Chain of Title

Serial Number/ Patent No.	Filing Date/ Issued date	Case Number	Status	Reel And Frame	Title
6,366,907	4/2/2002	ROXIP275	Issued	010891/0046	REAL-TIME SEARCH ENGINE
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
10/025,443	12/19/2001	ROXIP275C	Pending	010891/0046	REAL-TIME SEARCH ENGINE
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
09/560,106	4/28/2000	ROXIP276	Pending	011051/0761	USE-SENSITIVE DISTRIBUTION OF DATA BETWEEN USERS
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
09/698,195	10/30/2000	ROXIP277	Pending	011273/0914	SYSTEMS AND METHODS FOR VISUALIZATION OF DATA SETS CONTAINING INTERRELATED OBJECTS
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
09/573,686	5/19/2000	ROXIP278	Pending	010833/0387	SYSTEM AND METHOD FOR SELECTING INTERNET MEDIA CHANNELS
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
09/574,108	5/19/2000	ROXIP279	Pending		SYSTEM AND METHOD FOR DETERMINING AFFINITY USING OBJECTIVE AND SUBJECTIVE DATA
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
08/635,777	8/11/2000	ROXIP280	Pending	011404/0766	SYSTEM AND METHOD FOR SEARCHING PEER-TO-PEER COMPUTER NETWORKS
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
10/115,714	4/3/2002	ROXIP281	Pending	013015/0445	METHOD AND APPARATUS FOR CONTROLLING FILE SHARING OF MULTIMEDIA FILES OVER A FLUID, DE-CENTRALIZED NETWORK
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					
10/232,194	8/28/2002	ROXIP282	Pending	013255/0926	METHOD OF AND APPARATUS FOR ENCRYPTING AND TRANSFERRING FILES
Assignment from Inventors to Napster, Inc. to Roxio, Inc.					

APPENDIX B

BRIAN M. BERLINE
 Attorney:

Client: ROXIO, INC. Mailing Date: 12-6-2002
 Our Ref. No.: 733,400-18

Title/Mark: _____
 Applicant(s): NARSTER, INC.

The following, due _____ in the U.S. Patent & Trademark Office, was received in the U.S. Patent & Trademark Office Mail Room on the date stamped hereon:

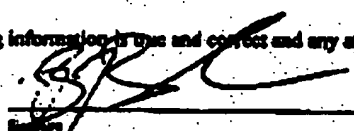
<input type="checkbox"/> Patent Application, including:	<input type="checkbox"/> Amendment/Response
<input type="checkbox"/> Pages of Specification, including:	<input type="checkbox"/> Amendment After Final Rejection
<input type="checkbox"/> Claims and Abstract	<input type="checkbox"/> Preliminary Amendment
<input type="checkbox"/> Drawings _____ Sheet(s)	<input type="checkbox"/> Notice of Appeal
<input type="checkbox"/> Combined Decl./Power of Atty	<input type="checkbox"/> Appeal Brief
<input type="checkbox"/> Transmittal Letter	<input type="checkbox"/> Issue Fee Transmittal
<input checked="" type="checkbox"/> Power of Attorney by Assignee	<input type="checkbox"/> Maintenance Fee Transmittal
<input checked="" type="checkbox"/> Assignment with Form PTO 1505	<input type="checkbox"/> Trademark Appln. w/ Decl.-Power
<input type="checkbox"/> Small Entity Status Form	<input type="checkbox"/> Specimens
<input type="checkbox"/> Priority Document(s)	<input type="checkbox"/> Trademark Statement of Use
<input type="checkbox"/> Petition for Extension of Time	<input checked="" type="checkbox"/> TM Renewal Appln. w/ Fee
<input type="checkbox"/> IDS w/Form PTO 1449 w/ cited refs.	<input checked="" type="checkbox"/> Check No. <u>162,928</u> or \$ <u>360.00</u>

1st CERTIFICATE OF MAILING/EXPRESS MAIL AIR

RECEIVED
 DEC 18 2002
 BY: _____

**DNY & MYERS
 RECEIVED**
 DEC 19 2002
 IP CALENDAR DEPT.

COPY

FORM PTO-1595		U.S. DEPARTMENT OF COMMERCE	
RECORDATION FORM COVER SHEET		Patent and Trademark Office Docket No. <u>735,400-11</u>	
PATENTS ONLY			
To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.			
1. Name of conveying party(ies): NAPSTER, INC. <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2. Name and address of receiving party(ies): Name: <u>ROXTO, INC.</u> Internal Address: _____ Street Address: <u>455 El Camino Real</u> City: <u>Santa Clara</u> State: <u>CA</u> ZIP: <u>95050</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other: _____ Execution Date: <u>November 27, 2002</u>			
4. Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application is: _____ A. Patent Application No.(s) B. Patent No.(s) Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No See attached Exhibit A			
5. Name and address of party to whom correspondence concerning document should be mailed: Brian M. Bertiaer O'MELVENY & MYERS LLP 400 South Hope Street Los Angeles, CA 90071-3899	6. Total number of applications and patents involved: <u>2</u> 7. Total fee (37 C.F.R. § 3.41): <u>\$160.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account, referencing Attorney Docket # _____ 8. Deposit account number: <u>50-0619</u>		
The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.31 that may be required by this paper, or to credit any overpayment to Deposit Account No. <u>50-0619</u> .			
DO NOT USE THIS SPACE			
9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Name: <u>Brian M. Bertiaer</u> Registration No: <u>14,342</u> Signature:  Date: <u>December 6, 2002</u>			
Total number of pages comprising cover sheet, attachments and document: <u>3</u>			
Mail documents to be recorded with required cover sheet information to: U.S. Patent and Trademark Office Office of Public Records Box Assignments Crystal Gateway 4, Room 336 Washington, D.C. 20231			

ASSIGNMENT OF PATENT RIGHTS

THIS ASSIGNMENT OF PATENT RIGHTS (this "Assignment") is made as of November 27, 2002.

WHEREAS, Napster, Inc., a Delaware corporation ("Assignor") is the owner of the patents and patent applications listed on Exhibit A attached hereto and incorporated herein (the "Patents and Patent Applications"), and desires to grant, convey, sell, assign, transfer and deliver to Roxio, Inc., a Delaware corporation (the "Assignee") and the Assignee desires to accept from Assignor, all of Assignor's right, title and interest in and to the Patents and Patent Applications, according to the terms and subject to the conditions of this Assignment.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor agrees, intending to be legally bound, as follows:

1. Assignor hereby irrevocably grants, conveys, sells, assigns, transfers and delivers to Assignee, its successors and assigns, all of Assignor's right, title and interest throughout the world in and to: (i) all said inventions disclosed in the Patents and Patent Applications (the "Inventions"), (ii) the Patents and Patent Applications and any and all other patents of the United States and foreign countries which may be issued for the Inventions, including all priority rights arising from the Patents and Patent Applications, (iii) any currently pending registrations or applications related to the Patents and Patent Applications or the Inventions, (iv) any reissue or reissues, substitutionals, provisionals, continuations, continuations in part and divisions of any of the foregoing, and (v) all claims for damages and equitable relief by reason of past infringement of the Patents and Patent Applications, with the right to sue for and collect the same for its own account.
2. Assignor authorizes and requests the Commissioner of Patents of the United States to recognize this Assignment of the Patents and Patent Applications of the United States to Assignee, and Assignor hereby consents that a copy of this Assignment shall be deemed a full legal and formal equivalent of any assignment, consent to file or like document which may be required in any country for any purpose and more particularly in proof of the right of the said Assignee to claim the aforesaid benefit of the right of priority provided by any international convention or treaty. Assignor hereby further authorizes and requests the Commissioner of Patents of the United States and the duly constituted authorities of foreign countries to issue any Letters Patent which may be granted on said inventions, on any applications related thereto, and on any substitute, continuing, divisional, or reissue applications, or any of them, to said Assignee, its successors and assigns, as assignee of the entire right, title and interest therein and thereto.
3. For the consideration aforesaid, Assignor further covenants and agrees with said Assignee, its successors and assigns, that upon reasonable written request Assignor will execute substitute, continuing, divisional, or reissue applications, amended specifications, or rightful oaths; communicate to said Assignee, its successors and assigns, any facts known to Assignor relating to said inventions or the history thereof; execute preliminary statements; testify in any interference or other legal proceedings involving said

LA19902621

COPY

Appendix C, Page 3

inventions; execute and deliver any application papers, assignments, or other instruments, and do all other reasonable acts which, in the opinion of counsel for said Assignee, are necessary to secure the grant of Letters Patent to said Assignee, its successors and assigns, or its nominees, in the United States and in all other countries where said Assignee may desire to have the said inventions, or any of them, patented, with specifications and claims in such form as shall be approved by counsel for said Assignee, and to vest and confirm and complete legal and equitable title to all such inventions, applications, and Letters Patent, and to enable it to record said title, without further consideration than now paid but at the expense of said Assignee, its successors or assigns.

[Remainder of Page Intentionally Left Blank]

LAI:990262.1

2

COPY

Appendix C, Page 4

IN WITNESS HEREOF executed on the day and year first above written.

ASSIGNOR: NAPSTER, INC.

By: Hobart G. Truesdell
Name: Hobart G. Truesdell
Title: Trustee in Bankruptcy
Date: November 27, 2002

ASSIGNEE: ROXIO, INC.

By: William E. Growney, Jr.
Name: William E. Growney, Jr.
Title: Secretary
Date: November 27, 2002

STATE OF Delaware)
COUNTY OF NEW CASTLE

On November 27, 2002, before me, Elizabeth C. Thomas a Notary Public in and for said State, personally appeared Hobart G. Truesdell and William E. Growney, Jr., each personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature

Elizabeth C. Thomas (Seal)

ELIZABETH C. THOMAS
NOTARY PUBLIC
STATE OF DELAWARE

My Comm. Expires: Nov. 22, 2002

LA1:9903621

3

COPY

Appendix C, Page 5

EXHIBIT A
PATENTS AND PATENT APPLICATIONS

Patents

<u>Country</u>	<u>Patent No.</u>	<u>Title</u>	<u>Issue Date</u>
USA	6,366,907	Real Time Search Engine	4/02/2002

Patent Applications

<u>Country</u>	<u>Application No.</u>	<u>Title</u>	<u>Filing Date</u>
USA	09/560,106	Use-Sensitive Distribution of Data Files Among Users	04/28/2000
USA	09/698,195	Systems and Methods for Visualization of Data Sets Containing Interrelated Objects	10/30/2000
USA	09/573,686	System and Method for Selecting Internet Media Channels	05/19/2000
USA	09/574,108	System and Method for Determining Affinity Using Objective and Subjective Data	05/19/2000
USA	09/635,777	System and Method for Searching Peer-to-Peer Computer Networks	08/11/2000
USA	10/115,714	System and Apparatus for Controlling File Sharing of Multimedia Files Over a Fluid, De-Centralized Network	04/03/2002
USA	10/232,194	Method of and Apparatus For Encrypting and Transferring File	08/28/2002
USA	10/025,443	Real Time Search Engine	12/19/2001
USA		Seeding Provider Servers to Maintain File Availability on a De-Centralized File Sharing Network	Not yet filed; a continuation of the '714 application and the '443 application

COPY

Appendix C, Page 6

LA1:790262.1

4